

**ROPES & GRAY LLP**

Chris L. Dickerson (*pro hac vice* pending)  
Rahmon J. Brown (*pro hac vice* pending)  
191 North Wacker Drive, 32nd Floor  
Chicago, Illinois 60606  
Telephone: (312) 845-1200  
Facsimile: (312) 845-5500  
chris.dickerson@ropesgray.com  
rahmon.brown@ropesgray.com

**FOLEY & LARDNER LLP**

Holland N. O'Neil (TX 14864700)  
Mark C. Moore (TX 24074751)  
Zachary C. Zahn (TX 24137675)  
2021 McKinney Avenue, Suite 1600  
Dallas, TX 75201  
Telephone: (214) 999-3000  
Facsimile: (214) 999-4667  
honeil@foley.com  
mmoore@foley.com  
zzahn@foley.com

*Proposed Counsel for the Debtors*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

TGI Friday's Inc., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-80069-sgj11

(Joint Administration Requested)

**WITNESS AND EXHIBIT LIST ON FIRST DAY HEARINGS**

TGI Friday's Inc. and its affiliated debtors and debtors in possession (each a "Debtor" and collectively, the "Debtors") hereby file their Witness and Exhibit List for the first day hearings scheduled for **November 4, 2024 at 11:00 A.M. Central Time** (the "Hearing").

**WITNESSES**

1. The Debtors may call any of the following as a witness at the Hearing.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: TGI Friday's Inc. (7117); TGI Friday's NY, LLC (2281); TGIF Holdings, LLC (7999); TGIF Midco, Inc. (7296); TGIF Parent, Inc. (1781); Burlington Towne Crossing, Inc. (7501); T G I Friday's of Greenbelt, Inc. (5617); T G I Friday's of Towson, Inc. (5450); T G I Friday's of Wisconsin, Inc. (7600); T.G.I. Friday's Marketing Advisory Council (6527); T.G.I. Friday's of Charles County, Inc. (3516); T.G.I. Friday's of Frederick County, Inc. (2547); T.G.I. Friday's of Harford County, Inc. (0072); T.G.I. Friday's of Washington County, Inc. (6174); TGI Friday's of Annapolis, Inc. (8315); TGI Friday's of Howard County, Inc. (0119); TGI Friday's of Rockville, Inc. (2004); TGI Friday's of Texas LLC (3931); TGI Friday's of the Rockies, Inc. (7885); TGIF/DFW Manager, LLC (N/A); TGIF/DFW Partner, LLC (N/A); TGIF/JDC Restaurant Development, LLC (N/A); WEBCO Products Incorporated (3014). The Debtors' service address is 19111 North Dallas Parkway, Suite 200, Dallas, TX 75287.

- A. Kyle Richter;
- B. Any witness necessary to authenticate a document;
- C. Any witness called or designated by any other party in interest; and
- D. Any witness necessary to impeach or rebut the testimony of witnesses called or designated by any other party.

2. The Debtors may offer any one or more of the following exhibits at the hearing:

EX.	DESCRIPTION	M A R K E D	O F F E R E D	O B J E C T	A D M I T
1	Declaration of Kyle Richter, Chief Restructuring Officer of the Debtors, in Support of the Debtors' Chapter 11 Petitions and First Day Motions [Docket No. 30]				
2	Organizational Structure Chart [Ex. A to First Day Declaration, filed at Docket No. 30]				
3	Stretto Services Agreement [Ex. C to Stretto Retention Application, filed at Docket No. 10-3]				
4	Declaration of Sheryl Betance [Ex. D to Stretto Retention Application, filed at Docket No. 10-4]				
5	Bank Accounts [Ex. C to Cash Management Motion, filed at Docket No. 13-3]				
6	Cash Management System Schematic [Ex. D to Cash Management Motion, filed at Docket No. 13-4]				
7	Utility Provider List [Ex. C to Utilities Motion, filed at Docket No. 12-2]				
8	Schedule of Insurance Policies [Exhibit B to Insurance Motion, filed at Docket No. 6]				
9	Surety Bonds [Exhibit C to Insurance Motion, filed at Docket No. 6]				
10	Authorities [Ex. B to Taxes Motion, filed at Docket No. 20-2]				
11	Rejected Leases [Exhibit 1 to Proposed Order, filed at Docket No. 7]				

EX.	DESCRIPTION	M A R K E D	O F F E R E D	O B J E C T	A D M I T
12	Proposed Rejection Notice [Exhibit 1 to Proposed Order, filed at Docket No. 9-1]				
13	Proposed Rejection Order [Exhibit A to Proposed Rejection Notice, filed at Docket No. 9-1]				
14	Declaration of Kyle Richter, Chief Restructuring Officer of the Debtors, in Support of the Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing and (V) Granting Related Relief [Docket No. 26]				
15	DIP Credit Agreement [Exhibit 1 to Proposed Interim Order, filed at Docket No. 17-1, 19-1]				
16	Initial Approved DIP Budget [Exhibit 2 to Proposed Interim Order, filed at Docket No. 17-2, 19-2]				
17	Certificate of Conference re: (Docket Nos. 2, 3, 14, 10, 5, 13, 12, 15, 6, 11, 20, 18, 7, 9, 17, 19) [Docket No. 29]				
18	Notice of First Day Hearings [Docket No. 27]				
19	Certificate of Service re: First Day Pleadings [Docket No. ##] ( <i>To be filed</i> )				
	<b>OTHER DOCUMENTS</b>				
	Any document or pleading filed in the above-captioned case(s).				
	Any exhibit necessary for impeachment and/or rebuttal purposes.				
	Any exhibit identified or offered by any other party.				

The Debtors reserve the right to supplement or amend this *Witness and Exhibit List* at any time prior to the hearing.

Dated: November 3, 2024

Respectfully submitted by:

/s/ Holland N. O'Neil

**FOLEY & LARDNER LLP**

Holland N. O'Neil (TX 14864700)

Mark C. Moore (TX 24074751)

Zachary C. Zahn (TX 24137675)

2021 McKinney Avenue, Suite 1600

Dallas, TX 75201

Telephone: (214) 999-3000

Facsimile: (214) 999-4667

honeil@foley.com

mmoore@foley.com

zzahn@foley.com

- and -

**ROPES & GRAY LLP**

Chris L. Dickerson (*pro hac vice* pending)

Rahmon J. Brown (*pro hac vice* pending)

191 North Wacker Drive, 32nd Floor

Chicago, IL 60606

Telephone: (312) 845-1200

Facsimile: (312) 845-5500

chris.dickerson@ropesgray.com

rahmon.brown@ropesgray.com

*Proposed Counsel to the Debtors*

**CERTIFICATE OF SERVICE**

I certify that on November 3, 2024, a true and correct copy of the foregoing document was served electronically by the Court's PACER system.

/s/ Zachary C. Zahn

Zachary C. Zahn